

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re: :
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DELPHI CORPORATION, et al., : Chapter 11
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Debtors. : Case No. 05-44481 [RDD]
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ORDER MODIFYING PROOFS OF CLAIM NUMBERS 5842, 11965, 11966, AND 11967
(GOLDMAN SACHS CREDIT PARTNERS, LP)

Upon the Debtors' Twenty-First Omnibus Objection Pursuant To 11 U.S.C.
§ 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B)
Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not
Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject
To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting
Reclamation (Docket No. 9535) (the "Twenty-First Omnibus Claims Objection") and
good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:

A. On October 8, 2005, Delphi Corporation ("Delphi") and certain of its
subsidiaries and affiliates, including Delphi Mechatronic Systems Inc. ("Mechatronic"),
Delphi Diesel Systems Corp. ("Delphi Diesel"), and Delphi Automotive Systems LLC

("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

B. On May 15, 2006, Shumsky Enterprises Inc. ("Shumsky") filed proof of claim number 5842 ("Proof of Claim No. 5842") against Delphi, asserting an unsecured non-priority claim in the amount of \$135,545.25 arising from the sale of goods.

C. On June 26, 2006, Shumsky assigned its interest in Proof of Claim No. 5842 to Madison Niche Opportunities, LLC ("Madison") pursuant to a Notice of Transfer (Docket No. 4303).

D. On July 28, 2006, TDK Corporation of America filed (i) proof of claim number 11965 ("Proof of Claim No. 11965") against Delphi, asserting an unsecured non-priority claim in the amount of \$105,650.59 arising from the sale of goods, (ii) proof of claim number 11966 ("Proof of Claim No. 11966") against Mechatronic, asserting an unsecured non-priority claim in the amount of \$5,491.20 arising from the sale of goods, and (iii) proof of claim number 11967 ("Proof of Claim No. 11967," and together with Proofs of Claim Nos. 5842, 11965, and 11966, the "Claims") against DAS LLC, asserting an unsecured non-priority claim in the amount of \$5,019,217.38 arising from the sale of goods.

E. On January 17, 2007, Madison assigned its interest in Proof of Claim No. 5842 to Goldman Sachs Credit Partners, LP ("Goldman Sachs") pursuant to a Notice of Transfer (Docket No. 6636).

F. On January 29, 2007, TDK assigned its interest in Proof of Claim 11966 to Deutsche Bank Securities, Inc. ("Deutsche Bank") pursuant to a Notice of Transfer (Docket No. 15 in case number 05-44567).

G. On January 29, 2007, TDK assigned its interest in Proof of Claim 11967 to Deutsche Bank pursuant to a Notice of Transfer (Docket No. 55 in case number 05-44640).

H. On June 13, 2007, TDK assigned its interest in Proof of Claim 11965 to Deutsche Bank pursuant to a Notice of Transfer (Docket No. 65 in case number 05-44640).

I. On June 6, 2007, Deutsche Bank assigned its interest in Proof of Claim No. 11965 to Goldman Sachs pursuant to a Notice of Transfer (Docket No. 8183).

J. On June 6, 2007, Deutsche Bank assigned its interest in Proof of Claim No. 11966 to Goldman Sachs pursuant to a Notice of Transfer (Docket No. 8185).

K. On June 6, 2007, Deutsche Bank assigned its interest in Proof of Claim No. 11967 to Goldman Sachs pursuant to a Notice of Transfer (Docket No. 8184).

L. On September 21, 2007, the Debtors objected to the Claims pursuant to the Twenty-First Omnibus Claims Objection.

M. On October 18, 2007, Goldman Sachs filed its Response Of Goldman Sachs Credit Partners, LP To The Debtors' Twenty-First Omnibus Objection

To Proofs Of Claim (Goldman Sachs Credit Partners LP Claims) (Claim Nos. 7547, 15086, 15046, 5842, 11965, 11966 And 11967) (Docket No. 10646).

N. On October 24, 2007, Goldman Sachs filed its Withdrawal Of Response Of Goldman Sachs Credit Partners, LP To The Debtors' Twenty-First Omnibus Objection As To Certain Proofs Of Claim (Claim Nos. 5842, 11965, 11966 And 11967) (Docket No. 10718).

O. On October 26, 2007, due to a clerical error, the hearing on the Twenty-First Omnibus Objection was adjourned as to the Claims pursuant to the Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 Disallowing And Expunging Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation Identified In Twenty-First Omnibus Claims Objection (Docket No. 10728).

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT:

1. The relief sought in the Twenty-First Omnibus Claims Objection, with respect to the Claims, is granted.

2. The amount of Proof of Claim No. 5842 is hereby modified to (i) \$71,645.27 as against the estate of DAS LLC, and (ii) \$3,310.45 as against the estate of Delphi Diesel.

3. The amount of Proof of Claim No. 11965 is hereby modified to

\$105,117.58 as against the estate of DAS LLC.

4. The amount of Proof of Claim No. 11966 is hereby modified to
\$2,734.20 as against the estate of Mechatronic.

5. The amount of Proof of Claim No. 11967 is hereby modified to
\$4,993,895.44 as against the estate of DAS LLC.

6. Nothing contained herein shall constitute, nor shall it be deemed to
constitute, the allowance of any of the Claims asserted against any of the Debtors.

SO ORDERED

This 8th day of May, 2008
in New York, New York

/s/Robert D. Drain
HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE